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January 31, 1996

VIA FACSIMILE

Gregory G. Little, Esq.
Philip Morris Companies Inc.
120 Park Avenue
New York, NY 10017-5592

Humphrey Litigation

Dear Greg:

Enclosed is a quick revision of the form agreement. Of course, it still needs work, but it may serve as a discussion piece.

Very truly yours,

R. Noel Clinard

RNC/def
Enclosure

cc: Lonnie D. Nunley, III, Esq. (w/enc.)
Brian V. Otero, Esq. (w/enc.)

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